



Jamna Auto Industries Ltd.

June 30, 2020

To,
BSE Limited
Exchange Plaza, Plot No. C/1, G- Block,
Phiroze Jeejeebhoy Towers, Dalal
Street, Mumbai- 400001 Maharashtra

BSE Code: 520051

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex, Bandra (E)
Mumbai - 400 051, Maharashtra

NSE Code: JAMNAAUTO

Subject – Annual Secretarial Compliance Report pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the financial year ended on March 31, 2020

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached herewith the Annual Secretarial Compliance Report for the financial year ended on March 31, 2020 duly issued by M/s. RSM & Co., Company Secretaries.

This is for your information and records please.

Thanking you,

Yours Faithfully,

For Jamna Auto Industries Limited

Praveen Lakhera
Company Secretary & Head-Legal

Encl: As above

Corporate Office: 5th Floor, Commercial Tower, Hotel Novotel & Pullman, Asset Area No. 2, Hospitality District, Aerocity New Delhi-110037 Tele: +91-11-45504550 | Fax: +91-11-45504451 | www.jaispring.com | CIN: L35911HR1965PLC004485
Regd Office: Jai Spring Road, Yamuna Nagar (Haryana)-135 001, India | Tel: +91-1732-251810 | Fax: +91-1732-251820
YAMUNA NAGAR | MALANPUR | CHENNAI | JAMSHEDPUR | PANTNAGAR | HOSUR | PUNE

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF JAMNA AUTO INDUSTRIES
LIMITED FOR THE YEAR ENDED 31ST MARCH, 2020**

[Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure requirements)
Regulations, 2015]

To

The Board of Directors
JAMNA AUTO INDUSTRIES LIMITED
CIN: L35911HR1965PLC004485
JAI SPRING ROAD INDUSTRIAL AREA
YAMUNA NAGAR HARYANA 135001

We RSM & Co., Company Secretaries have examined:-

- (a) All the documents and records made available to me and explanation provided by JAMNA AUTO INDUSTRIES LIMITED ("the listed entity"),
- (b) The filings/submissions made by the listed entity to the BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").
- (c) Website of the listed entity <https://www.jaispring.com/>
- (d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on 31st March, 2020 ("Review Period") in respect of compliance with the provisions of:-

- (a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI LODR"), to the extent applicable;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018 (**Not applicable to the Company during the Review Period**);
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, to the extent applicable;



- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 **(Not applicable to the Company during the Review Period)**;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the Company during the Review Period)**;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the Company during the Review Period)**;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable to the Company during the Review Period)**;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, to the extent applicable;

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:-

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	Regulation 34(1) of SEBI (LODR)	Delay in submission of Annual Report	Delay was un-intentional and un-intended. Further, Stock Exchanges i.e. NSE & BSE have waived the penalty imposed.
2	Regulation 17(1) of SEBI (LODR)	Delay in appointment of woman independent director after resignation of Ms. Payal Chawla	Company has appointed one woman independent Director on 31 January, 2020. Delay was un-intentional and un-intended

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from my examination of those records.



- (c) The following are the details of actions taken against the listed entity/its promoters/ directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:-



Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any.
	NSE/BSE	Regulation 34 of SEBI LODR – Delay in submission of Annual Report	Both stock Exchange BSE/NSE has imposed penalty of Rs. 63720 /- for delay	Delay was un-intentional and un-intended. The Stock Exchanges also have waived off penalty based upon submission made by the company.
1	NSE/BSE	Regulation 17(1) of SEBI LODR – Delay in appointment of Woman Director after resignation of Ms. Payal Chawla	Both stock Exchange BSE/NSE has imposed penalty of Rs. 2,83,200 /- each for delay,	Ms. Taru Bahl was appointed as woman independent Director on January 31, 2020. Delay was un-intentional and un-intended. The Company has paid the penalty and represented to NSE and BSE for condonation of delay /waiver of penalty.

- (d) The listed entity was not required to take any action actions as there was no observation made by the Practicing Company Secretary (Secretarial Auditor) in previous year.

- (e) The Listed Entity has communicated modification in the terms of appointment to the Statutory Auditors in compliance of Para 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019

For RSM & Co.

Company Secretaries

CS RAVI SHARMA

Partner

FCS: 4468 | COP No.: 3666

UDIN F004468B000336778

Date : June 10 2020

Place : Delhi